

Memorandum



Date: September 22, 2005

Agenda Item No. 14(A)(4)

To: Honorable Chairperson, Joe A. Martinez
and Members, Board of County Commissioners

From: George J. Burgess,
County Manager

Subject: Eighth Amendment to the Professional Services Agreement with Brown and Caldwell

RECOMMENDATION

It is recommended that the Board approve the attached resolution authorizing the County Manager to execute the Eighth Amendment to the Professional Services Agreement between Miami-Dade County and Brown and Caldwell (Agreement) for continuing bond engineering services in connection with the Solid Waste System Bonds (Ordinance 96-168), Resources Recovery Facility Operations and Management Agreement with Montenay-Dade, Ltd. and grant oversight for the Munisport Landfill closure project. However, I would be remiss if I did not inform you of a pending Miami-Dade County Office of the Inspector General (OIG) Audit Report. This report examines the relationship between Brown and Caldwell and the Department of Solid Waste Management (DSWM). A draft report has been completed and both the department and Brown and Caldwell have responded. A final report is expected prior to the expiration of this Amendment. Although the original twenty-two year agreement term ends on April 28, 2009, I am only recommending this Amendment to extend funding thru April 28, 2006. The total authorization under the Eighth Amendment is \$1,190,000. It is further recommended that the Board waive the requirements of Resolution R-377-04 as being in the best interest of the County as the DSWM continues to require bond engineering services.

BACKGROUND

The Agreement between Miami-Dade County and Brown and Caldwell was entered into on June 2, 1987, in connection with the Indenture of Trust for the 1985 Series A Solid Waste System Special Obligation Revenue Bonds and Solid Waste System Special Obligation Revenue Refunding Bonds (replaced by \$150,000,000 Series 1996 Solid Waste System Revenue Refunding Bonds). The twenty-two year term of the Brown and Caldwell Agreement, which remains unchanged, ends on April 28, 2009.

Bond Ordinance No. 96-198 requires that the bond engineer provide various services to ensure the physical and financial integrity of the County Solid Waste System. The County's Resources Recovery Facility Operations and Management Agreement with Montenay-Dade, Ltd. requires that the bond engineer provide certain determinations and studies on an as needed basis. Further, Brown and Caldwell has been designated to provide grant oversight for the Munisport Landfill closure project (Board item 8S2A; R-244-04). Exhibit 1 shows the various required tasks that must be performed by Brown and Caldwell and associated fee projection (see Exhibit 1 attached).

**Honorable Chairperson Joe A. Martinez
and Members, Board of County Commissioners
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Based on concurrence from the OIG, the attached Eighth Amendment will include only those tasks required by the bond ordinance, Resources Recovery Operations and Management Agreement and Munisport Landfill closure project, limited to the dollar amount of \$1,190,000. The OIG will be providing oversight for work orders issued during the Eighth Amendment period, particularly those in the Special Engineering Services Category No. 4.

The Eighth Amendment replaces and supercedes the Seventh Amendment, which ends in 2005. A 24 percent CBE participation goal has been established by the Department of Business Development (DBD) for this amendment. The CBE work will be divided evenly between three sub-consultants, Planning and Economics Group, Inc., ES Consultants, Inc. and BND Engineers. Brown and Caldwell will report to DBD regarding its progress toward achievement of the CBE participation goal on a DBD approved schedule.



Assistant County Manager



MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

DATE: September 22, 2005

FROM: Murray A. Greenberg
County Attorney

SUBJECT: Agenda Item No. 14(A)(4)

Please note any items checked.

- ☒ "4-Day Rule" ("3-Day Rule" for committees) applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Bid waiver requiring County Manager's written recommendation
- ☐ Ordinance creating a new board requires detailed County Manager's report for public hearing
- ☐ Housekeeping item (no policy decision required)
- ☐ No committee review

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 14(A)(4)
09-22-05

RESOLUTION NO. _____.

RESOLUTION AUTHORIZING EXECUTION OF AN EIGHTH AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT WITH BROWN AND CALDWELL FOR CONTINUING BOND ENGINEERING SERVICES IN CONNECTION WITH THE SOLID WASTE SYSTEM BONDS, THE COUNTY'S RESOURCES RECOVERY FACILITY OPERATIONS AND MANAGEMENT AGREEMENT AND GRANT OVERSIGHT FOR THE MUNISPORT LANDFILL CLOSURE PROJECT; AUTHORIZING THE COUNTY MANAGER TO EXERCISE SAID CANCELLATION AND TERMINATION PROVISIONS THEREOF; AND WAIVING THE REQUIREMENT OF RESOLUTION NO. R-377-04

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference; and

WHEREAS, approval by the Board of this Eighth Amendment to the Professional Services Agreement between Miami-Dade County and Brown and Caldwell will enhance the long-term financial stability of the County's Solid Waste Management System, ensure efficient operation of the County's Resources Recovery Facility and support accomplishment of the Munisport Landfill closure project,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA that this Board finds that it is in the best interest of Miami-Dade County to authorize the County Manager to execute the Eighth Amendment to the Professional Services Agreement between Miami-Dade County and Brown and Caldwell for continuing bond engineering services in connection with the solid waste system bonds, the County's Resources Recovery Facility

Operations and grant oversight for the Munisport Landfill closure project, in substantially the form attached hereto and made part hereof; and waives the requirements of Resolution No. R-377-04; and authorizes the County Manager to execute the same for and on behalf of Miami-Dade County, following proper execution by Brown and Caldwell and review by the County Attorney's office.

The foregoing resolution was offered by Commissioner _____, who moved its adoption. The motion was seconded by Commissioner _____ and upon being put to a vote, the vote was as follows:


Joe A. Martinez, Chairman	
Dennis C. Moss, Vice-Chairman	
Bruno A. Barreiro	Dr. Barbara Carey-Shuler
Jose "Pepe" Diaz	Carlos A. Gimenez
Sally A. Heyman	Barbara J. Jordan
Dorrian D. Rolle	Natacha Seijas
Katy Sorenson	Rebeca Sosa
Sen. Javier D. Souto	

The Chairperson thereupon declared the resolution duly passed and adopted this 22nd day of September, 2005. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as to form and legal sufficiency. 
Thomas H. Robertson

Eighth Amendment to Professional Services Agreement

This Amendment made and entered into this _____ day of _____, 2005, by and between Miami-Dade County, a political subdivision of the State of Florida, hereinafter referred to as the "COUNTY", and Brown and Caldwell, a California Corporation, hereinafter referred to as the "ENGINEER."

WITNESSETH:

WHEREAS, the parties hereto have entered into a Professional Services Agreement dated April 28, 1987 (Agreement), as authorized by Resolution No. R-473-87, to provide engineering consulting services in connection with solid waste system bonds and miscellaneous engineering services, for a term of twenty-two years or until retirement of the Bonds, whichever occurs first; and

WHEREAS, Article XVI of the Agreement requires that amendments to the Agreement be negotiated and submitted for Board approval to maintain an adequate level of compensation for professional services and adjust Agreement terms as necessary; and

WHEREAS, the Agreement has been amended seven (7) times previously (Resolution Nos. R- 670-90, R-902-91, R-742-93, R- 968-94, R-1695-95, R-1263-98, and R-312-02); and

WHEREAS, the COUNTY and the ENGINEER desire an Eighth Amendment to the Agreement to provide adequate fees and additional compensation for project tasks for the Eighth Amendment period.

NOW, THEREFORE, in consideration of the premises contained herein, the parties hereto agree as follows:

- I. Section IV, Compensation, delete the final paragraph and replace with:

"The maximum fees and compensation for services rendered by the ENGINEER through the Eighth Amendment period shall not exceed \$1,190,000.00."
- II. Section XXI, Ordinances, add the following sentence to the end of the Section:

"The ENGINEER shall comply with the requirements of Ordinance No. 97-215, which established the Office of the Inspector General, as currently in effect and as amended."

IN WITNESS THEREOF, the parties have caused this Amendment to be executed by their respective and duly authorized officers the day and year first above written.

ATTEST:

HARVEY RUVIN, CLERK

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF COUNTY
COMMISSIONERS

By: _____
Deputy Clerk

By: _____
George M. Burgess
County Manager

ATTEST:

BROWN AND CALDWELL
a California Corporation

By: _____
Executive Secretary, Legal

By: _____
Stuart Oppenheim, P.E.
Vice President

EXHIBIT 1
ESTIMATED FEES

**Eighth Amendment to Solid Waste Bond Engineer
Professional Services Agreement**

TASK	FEES (5/05 - 4/06)
1. Annual System Inspections and Reports	\$104,000
2. RRF Monitoring, Inspections and Reports	\$210,000
3. RRF Operations Support and Construction Monitoring	\$140,000
4. Special Engineering Services* -	
Annual Landfill Closure and Long Term Care Estimates	\$23,000
Annual Report on Renewal and Replacement Fund	\$20,000
Annual Recommendations as to Disposal Fund and Operations	\$150,000
Annual Recommendations as to Collection Fund and Operations	\$100,000
Review of Permit Applications for Competitive Facilities	\$32,000
Review and Approval of all Improvements to the System	\$221,000
Review and Approval of all Dispositions of Assets	\$50,000
Munisport Grant Oversight	\$140,000
TOTAL	\$1,190,000

Specific services under each task will be individually negotiated and authorized by work order.

* Includes Munisport construction oversight/grant fund administration.